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*(A joint stock company incorporated in the People's Republic of China with limited liability under the Chinese corporate name 华泰证券股份有限公司 and carrying on business in Hong Kong as HTSC)*

**(Stock Code: 6886)**

**POLL RESULTS OF 2023 ANNUAL GENERAL MEETING,  
2024 FIRST A SHARE CLASS MEETING AND  
2024 FIRST H SHARE CLASS MEETING;  
DISTRIBUTION OF FINAL DIVIDEND;  
CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR;  
ADJUSTMENT TO THE COMPOSITION PLAN OF THE SPECIAL  
COMMITTEES OF THE BOARD; AND  
CHANGE OF NON-EMPLOYEE REPRESENTATIVE SUPERVISOR**

**2023 ANNUAL GENERAL MEETING, 2024 FIRST A SHARE CLASS MEETING AND 2024  
FIRST H SHARE CLASS MEETING**

References are made to the circular (the “**Circular**”) of the 2023 Annual General Meeting (“**AGM**”) and the 2024 First H Share Class Meeting (the “**H Share Class Meeting**”) and the notice of the AGM and the notice of the H Share Class Meeting of the Company dated May 20, 2024. Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the AGM, the 2024 First A Share Class Meeting (“**A Share Class Meeting**”) and the H Share Class Meeting (collectively, the “**Meetings**”) were held at 2:00 p.m. on Thursday, June 20, 2024 by way of on-site meetings at the Conference Room, Renaissance Nanjing Olympic Centre Hotel, No.139 Aoti Street, Jianye District, Nanjing, Jiangsu Province, the PRC. The Meetings were convened by the Board and chaired by Mr. Zhang Wei, the Chairman of the Board. Mr. Zhang Wei and Ms. Yin Lihong as executive Directors; Mr. Ding Feng, Mr. Ke Xiang, Mr. Liu Changchun and Mr. Zhang Jinxin as non-executive Directors; and Mr. Wang Jianwen, Mr. Wang Quansheng, Mr. Peng Bing, Mr. Wang Bing and Mr. Tse Yung Hoi as Independent Non-executive Directors of the Company, attended the Meetings. Mr. Zhou Yi as an executive Director and Mr. Chen Zhongyang as non-executive Directors did not attend the Meetings due to business engagement. Certain members of the Supervisory Committee and the senior management and the secretary to the Board of the Company attended the Meetings.

**I. VOTING ARRANGEMENTS**

Voting for each of the resolutions submitted to the Meetings was conducted by poll. Holders of H Shares were entitled to attend the AGM and the H Share Class Meeting in person or by proxy and vote thereon. Holders of A Shares were entitled to attend the AGM and the A Share Class Meeting in person or by proxy and vote thereon or by online voting. Online voting were carried out during the trading hours (that is, from 09:15 to 09:25, from 09:30 to 11:30, and from 13:00 to 15:00) on June 20, 2024 through the voting platform of the trading system and from 09:15 to 15:00 on June 20, 2024 through the internet voting platform of the designated website. The convening, procedures and voting methods of the Meetings were in compliance with the relevant requirements of laws and regulations, including the Company Law and Articles of Association.

## II. AGM

As at the record date of shareholdings for the AGM, the total number of issued shares of the Company was 9,029,384,840 Shares (comprising 1,719,045,680 H Shares and 7,310,339,160 A Shares), its holders of the Shares were entitled to attend the AGM and cast votes for, against or abstain from voting on the resolutions proposed at the AGM. Jiangsu Guoxin Investment Group Limited, being a Shareholder, holding 1,373,481,636 Shares, representing 15.21% of the total number of Shares with voting rights, has abstained from voting on the ordinary resolution No. 7.1 (in respect of ordinary related-party transactions with Jiangsu Guoxin Investment Group Limited and its related companies) as a related Shareholder. Jiangsu Communications Holding Co., Ltd., being a Shareholder, holding 489,065,418 Shares, representing 5.42% of the total number of Shares with voting rights, has abstained from voting on the ordinary resolution No. 7.2 (in respect of ordinary related-party transactions with Jiangsu Communications Holding Co., Ltd. and its related companies) as a related Shareholder. Govtor Capital Group Co., Ltd., being a Shareholder, holding 356,233,206 Shares, representing 3.95% of the total number of Shares with voting rights, has abstained from voting on ordinary resolution No. 7.3 (in respect of ordinary related-party transactions with Govtor Capital Group Co., Ltd. and its related companies) as a related Shareholder. Jiangsu SOHO Holdings Group Co., Ltd., Jiangsu SOHO International Group Corp., Jiangsu Su Hui Asset Management Company Limited and Jiangsu Overseas Group Co., Ltd., being Shareholders, holding 277,873,788 Shares, 135,838,367 Shares, 11,130,000 Shares and 3,700,000 Shares respectively, representing 3.08%, 1.50%, 0.12% and 0.04% of the total number of Shares with voting rights respectively, have abstained from voting on ordinary resolution No. 7.4 (in respect of ordinary related-party transactions with Jiangsu SOHO Holdings Group Co., Ltd. and its related companies) as the related Shareholders.

Save as disclosed above, there were no restrictions on any Shareholders to cast votes on the proposed resolutions at the AGM. There were no Shares held by any Shareholders which entitled the Shareholders to attend the AGM but the Shareholders shall abstain from the right of voting in favor of any proposed resolutions pursuant to Rule 13.40 of the Listing Rules and no Shareholder was required under the Listing Rules to abstain from voting. No party had stated his/her/its intention in the Circular to vote against or abstain from voting in respect of any of the proposed resolutions.

Computershare Hong Kong Investor Services Limited, the Company's H share registrar, two representatives of the Shareholders, one Supervisor of the Company and King & Wood Mallesons were appointed as the scrutineers for vote-taking at the AGM.

## ATTENDANCE OF AGM

Details of attendance at the AGM are as follows:

Total number of Shareholders and authorized proxies who have attended and voted at the AGM		189
Of which	number of holders of A Shares	188
	number of holders of H Shares	1
Total number of Shares with voting rights held by the Shareholders that attended the AGM (number of Shares)		3,446,878,551
Of which	The total number of Shares held by holders of A Shares who have voted (number of Shares)	2,676,611,235
	The total number of Shares held by holders of H Shares who have voted (number of Shares)	770,267,316
Percentage of the total number of Shares with voting rights held by the Shareholders who have attended the AGM to the total number of issued Shares (%)		38.174013
Of which	Percentage of the total number of Shares held by holders of A Shares who have voted to the total number of issued Shares (%)	29.643340
	Percentage of the total number of Shares held by holders of H Shares who have voted to the total number of issued Shares (%)	8.530673

## POLL RESULTS OF THE AGM

The poll results of the proposed resolutions are set out as follows:

No.	Ordinary Resolutions	Number of Votes (%) <sup>1</sup>		
		For	Against	Abstain
1.	To consider and approve the 2023 Work Report of the Board of the Company	3,433,928,988 99.624310	9,414,400 0.273129	3,535,163 0.102561
2.	To consider and approve the 2023 Work Report of the Supervisory Committee of the Company	3,437,981,551 99.741882	6,827,300 0.198072	2,069,700 0.060046
3.	To consider and approve the 2023 Final Financial Report of the Company	3,435,145,488 99.659603	8,337,900 0.241897	3,395,163 0.098500
4.	To consider and approve the 2023 Annual Report of the Company	3,436,470,588 99.698047	6,981,500 0.202545	3,426,463 0.099408
5.	To consider and approve the 2023 Profit Distribution Plan of the Company	3,442,711,651 99.879111	3,211,900 0.093183	955,000 0.027706

No.	Ordinary Resolutions	Number of Votes (%) <sup>1</sup>		
		For	Against	Abstain
6.	To consider and approve the resolution on the authorization to the Board to decide on the interim profit distribution for 2024	3,442,659,451 99.877596	3,110,800 0.090250	1,108,300 0.032154
7.	To consider and approve the resolution on the estimated ordinary transactions with related parties of the Company for 2024:	/		
7.1	Ordinary related-party transactions with Jiangsu Guoxin Investment Group Limited and its related companies	2,089,471,873 96.032098	45,544,508 2.093225	40,789,334 1.874677
7.2	Ordinary related-party transactions with Jiangsu Communications Holding Co., Ltd. and its related companies	2,871,507,391 97.082110	45,516,408 1.538853	40,789,334 1.379037
7.3	Ordinary related-party transactions with Govtor Capital Group Co., Ltd. and its related companies	3,004,311,503 97.206608	45,544,508 1.473624	40,789,334 1.319768
7.4	Ordinary related-party transactions with Jiangsu SOHO Holdings Group Co., Ltd. and its related companies	2,946,829,554 97.153574	45,544,508 1.501550	40,792,334 1.344876
7.5	Ordinary related-party transactions with other related parties	3,360,569,809 97.496032	45,516,408 1.320511	40,792,334 1.183457
8.	To consider and approve the resolution on the estimated investment amount for the proprietary business of the Company for 2024	3,440,061,588 99.802228	4,491,500 0.130306	2,325,463 0.067466
9.	To consider and approve the resolution on the re-appointment of the accounting firms of the Company for 2024	3,037,463,947 88.122163	392,696,990 11.392830	16,717,614 0.485007
10.	To consider and approve the report on performance of duties of the Independent Non-executive Directors for 2023	3,437,956,551 99.741157	6,852,300 0.198797	2,069,700 0.060046
11.	To consider and approve the resolution on the election of Mr. Lo Kin Wing Terry as an Independent Non-executive Director of the sixth session of the Board	3,440,308,227 99.809383	5,267,924 0.152832	1,302,400 0.037785
12.	To consider and approve the resolution on the election of Mr. Lv Wei as a non-employee representative Supervisor of the sixth session of the Supervisory Committee	3,364,736,981 97.616929	80,736,970 2.342321	1,404,600 0.040750

No.	Special Resolution	Number of Votes (%) <sup>1</sup>		
		For	Against	Abstain
13.	To consider and approve the resolution on repurchase and cancellation of part of the restricted A Shares	3,442,984,551 99.887028	2,939,000 0.085266	955,000 0.027706

*Note:*

- For counting the result of resolutions, both the number of votes For and Against were deemed to have exercised voting rights.

The above-mentioned ordinary resolutions No. 1 to No. 12 were duly passed with more than half of the votes cast in favor; the above-mentioned special resolution No. 13 was duly passed with more than two-thirds of the votes cast in favor. No new proposal was submitted for voting and approval at the AGM.

No resolutions were voted against or amended at the AGM. Please refer to the Circular for details of the relevant resolutions.

### III. A SHARE CLASS MEETING

As at the record date of shareholdings for the A Share Class Meeting, the Company had 7,310,339,160 A Shares in issue, its holders of the A Shares have the right to attend and vote for, against or abstain from voting on the resolution proposed at the A Share Class Meeting. There was no restriction on any holders of A Shares to cast vote on the proposed resolution at the A Share Class Meeting. There were no Shares held by any holder of A Shares which entitled the holder to attend the A Share Class Meeting but the holder shall abstain from the right of voting in favor of the proposed resolution pursuant to the relevant PRC laws and regulations, and no holder of A Shares was required to abstain from voting in accordance with the relevant PRC laws and regulations. No party had indicated his/her/its intention to vote against or abstain from voting on any proposed resolution.

Computershare Hong Kong Investor Services Limited, the Company's H share registrar, two representatives of the Shareholders, one Supervisor of the Company and King & Wood Mallesons were appointed as the scrutineers for vote-taking at the A Share Class Meeting.

#### ATTENDANCE OF THE A SHARE CLASS MEETING

Details of attendance at the A Share Class Meeting are as follows:

Total number of Shareholders and authorised proxies who have attended the A Share Class Meeting and voted thereon	189
Total number of the Shares with voting rights held by the Shareholders attending the A Share Class Meeting (number of shares)	2,682,516,948
Percentage of the total number of the Shares with voting rights held by Shareholders attending the A Share Class Meeting to the total number of issued A Shares (%)	36.694836

## POLL RESULT OF THE A SHARE CLASS MEETING

The poll result of the proposed resolution is set out as follows:

No.	Special Resolution	Number of Votes (%) <sup>1</sup>		
		For	Against	Abstain
1.	To consider and approve the resolution on repurchase and cancellation of part of the restricted A Shares	2,679,482,948 99.886897	2,939,000 0.109561	95,000 0.003541

*Note:*

1. For counting the result of the resolution, both the numbers of votes For and Against were deemed to have exercised voting rights.

The above-mentioned special resolution No.1 was duly passed with more than two-thirds of the votes cast in favor. No new proposal was submitted for voting and approval at the A Share Class Meeting.

No resolution was voted against or amended at the A Share Class Meeting. Please refer to the Circular for details of the relevant resolution.

## IV. H SHARE CLASS MEETING

As at the record date of shareholdings for the H Share Class Meeting, the Company had 1,719,045,680 H Shares in issue, the holders of which were entitled to attend the H Share Class Meeting and vote for, against or abstain from voting on the resolution proposed at the meeting. There was no restriction on any H Shareholders to cast vote on the proposed resolution at the H Share Class Meeting. There were no Shares held by any holder of H Shares which entitled the holder to attend the H Share Class Meeting but the holder shall abstain from the right of voting in favor of the proposed resolution pursuant to Rule 13.40 of the Listing Rules and no holder of H Shares was required to abstain from voting pursuant to the Listing Rules. No party had stated his/her/its intention in the Circular to vote against or abstain from voting on any proposed resolution.

Computershare Hong Kong Investor Services Limited, the Company's H share registrar, two representatives of the Shareholders, one Supervisor of the Company and King & Wood Mallesons were appointed as the scrutineers for vote-taking at the H Share Class Meeting.



## ATTENDANCE OF THE H SHARE CLASS MEETING

Details of attendance at the H Share Class Meeting are as follows:

Total number of Shareholders and authorised proxies who have attended and vote at the H Share Class Meeting	1
Total number of the Shares with voting rights held by the Shareholders attending the H Share Class Meeting (number of shares)	872,575,962
Percentage of the total number of the Shares with voting rights held by Shareholders attending the H Share Class Meeting to the total number of issued H Shares (%)	50.759324

## POLL RESULT OF THE H SHARE CLASS MEETING

The poll result of the proposed resolution is set out as follows:

No.	Special Resolution	Number of Votes (%) <sup>1</sup>		
		For	Against	Abstain
1.	To consider and approve the resolution on repurchase and cancellation of part of the restricted A Shares	871,715,361 99.901372	1 0.000000	860,600 0.098628

*Note:*

1. For counting the result of the resolution, both the numbers of votes For and Against were deemed to have exercised voting rights.

The above-mentioned special resolution No.1 was duly passed with more than two-thirds of the votes cast in favor. No new proposal was submitted for voting and approval at the H Share Class Meeting.

No resolution was voted against or amended at the H Share Class Meeting. Please refer to the Circular for details of the relevant resolution.

## V. LAWYER'S CERTIFICATION

King & Wood Mallesons, the PRC legal adviser to the Company, considered that the convening and the procedures of the Meetings of the Company are in compliance with the requirements of the PRC laws including the Company Law of PRC and the Securities Law of PRC, administrative regulations, the Rules Governing the General Meetings of Shareholders of Listed Companies and the Articles of Association; the qualifications of the attendees and convener of the Meetings are lawful and valid, and the voting process and poll results of the Meetings are lawful and valid.

## **PAYMENT OF FINAL DIVIDEND**

The Board also wishes to notify Shareholders the details of the distribution of final dividend (“**Final Dividend**”) for 2023 as follows:

The Company will pay a final dividend of RMB4.30 (tax inclusive) per 10 Shares in cash to A Shareholders and H Shareholders whose names appear on the register of members on the record date of shareholdings. Of which, the Company will distribute a total amount of RMB739,189,642.40 as Final Dividend based on 1,719,045,680 H Shares in issue to H Shareholders whose names appear on the register of members of H Shares on Wednesday, July 10, 2024 (the “**Record Date**”); the details on the distribution of Final Dividend to A Shareholders and related matters will be announced in due course. The undistributed profit will be carried forward to the next year. The Final Dividend is denominated and declared in Renminbi and shall be paid to A Shareholders (including GDR depositors) and investors of Hong Kong Stock Connect in Renminbi and to H Shareholders (excluding investors of Hong Kong Stock Connect) in Hong Kong dollars.

The actual amount of Final Dividend for H Shares distributed in Hong Kong dollars shall be converted based on the average benchmark exchange rate for RMB to HK dollars as announced by the PBOC for the five business days prior to June 20, 2024 (the date of the AGM), that is, RMB0.910980 to HK\$1.00, being a cash dividend of HK\$4.720191 (tax inclusive) for every 10 H Shares.

## **CLOSURE OF REGISTER OF MEMBERS**

In order to determine the entitlement of H Shareholders to the Final Dividend, the register of members of H Shares will be closed from Friday, July 5, 2024 to Wednesday, July 10, 2024 (both days inclusive), during which period no registration of H Shares will be effected. Shareholders whose names appear on the register of members of H Shares on Wednesday, July 10, 2024 shall be entitled to receive the Final Dividend. H Shareholders of the Company who have not completed the registration of share transfer must lodge the transfer documents, accompanied by the relevant share certificates with the Company’s H Share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong, not later than 4:30 p.m. on Thursday, July 4, 2024.

The Final Dividend is expected to be distributed to the H Shareholders on Friday, August 16, 2024.



## TAX REDUCTION AND EXEMPTION BY SHAREHOLDERS

In accordance with the Notice of the State Administration of Taxation on Issues Concerning Individual Income Tax Collection and Management after the Repeal of Guo Shui Fa [1993] No. 045 (Guo Shui Han [2011] No. 348) (《國家稅務總局關於國稅發[1993]045號文件廢止後有關個人所得稅徵管問題的通知》(國稅函[2011]348號)), dividends received by individual shareholders who are overseas residents in respect of their shares issued by domestic non-foreign invested enterprises in Hong Kong shall be subject to the payment of individual income tax according to the “interest, dividend and bonus income” items, which shall be withheld and paid by the withholding agents according to relevant laws. Such overseas residents who are individual owners of shares issued by domestic non-foreign invested enterprises in Hong Kong shall be entitled to the relevant preferential tax treatment pursuant to the provisions in the tax treaties signed between the countries where they reside and China, or the tax arrangements between Mainland and Hong Kong (Macau) SAR. The tax rate for dividends under the relevant arrangements is 10% in general. For the purpose of simplifying tax administration, domestic non-foreign-invested enterprises issuing shares in Hong Kong may, upon payment of dividends, generally withhold individual income tax at the rate of 10%, without the need to file an application. If the tax rate for dividends is not equal to 10%, the following provisions shall apply: (1) for residents of countries that have signed treaties with a tax rate lower than 10%, the withholding agents may file applications on their behalf for the relevant agreed preferential tax treatments, under which circumstances the over-withheld tax amounts will be refunded upon approval by the tax authorities; (2) for residents of countries that have signed treaties with a tax rate higher than 10% but lower than 20%, the withholding agents shall withhold individual income tax at the agreed tax rate effective at the time of dividends payment, without the need to file an application; and (3) for residents of countries without tax agreements or under other situations, the withholding agents shall withhold individual income tax at 20% upon payment of dividends.

In accordance with the requirements under the Notice of the State Administration of Taxation on the Issues Concerning Withholding Enterprise Income Tax on Dividends Paid by PRC Resident Enterprises to H Shareholders that are Non-resident Overseas Enterprises (Guo Shui Han [2008] No. 897) (《關於中國居民企業向境外 H 股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》(國稅函[2008]897號)), a PRC resident enterprise, when paying dividends to H shareholders who are non-resident overseas enterprises for 2008 and subsequent years, shall withhold and pay enterprise income tax at a uniform rate of 10%.

In accordance with the Notice on Tax Policies concerning the Pilot Program of an Interconnection Mechanism for Transactions in the Shanghai and Hong Kong Stock Markets (Cai Shui [2014] No.81) issued by the Ministry of Finance, the State Administration of Taxation and the China Securities Regulatory Commission (財政部、國家稅務總局、中國證監會《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2014]81號)), for dividends received by domestic individual investors from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect, the company of such H shares shall withhold and pay individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect, the individual income tax shall be paid in accordance with the aforementioned regulations. For dividends received by domestic enterprise investors from investing in shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect, the company of such H shares shall not withhold and pay the income tax for such dividends and those domestic enterprise investors shall report and pay the relevant tax on their own. Meanwhile, for the dividends obtained by domestic resident enterprises from holding relevant H shares for a consecutive 12-month period, the enterprise income tax shall be exempted according to laws.

Under the current practice of the Hong Kong Inland Revenue Department, no tax is payable in Hong Kong in respect of dividends paid by the Company.

## **PROFIT DISTRIBUTION TO INVESTORS OF SHANGHAI STOCK CONNECT**

For investors of the Hong Kong Stock Exchange (including enterprises and individuals) investing in the A Shares of the Company listed on the Shanghai Stock Exchange (the “**Shanghai Stock Connect**”), their dividends will be distributed in RMB by the Company through China Securities Depository and Clearing Corporation Limited to the account of the nominees holding such shares. The Company will withhold and pay income tax at the rate of 10% on behalf of those investors and will report to the tax authorities for the withholding and payment. For investors of Shanghai Stock Connect who are tax residents of other countries and whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of lower than 10%, those enterprises and individuals may, or may entrust a withholding agent to, apply to the competent tax authorities for the entitlement of the rate under such tax treaty. Upon approval by the tax authorities, the paid amount in excess of the tax payable based on the tax rate according to such tax treaty will be refunded.

The record date of shareholdings, the date of distribution of cash dividends and other timing arrangements for the investors of Shanghai Stock Connect will be the same as those for A Shareholders of the Company.

## **PROFIT DISTRIBUTION TO INVESTORS OF HONG KONG STOCK CONNECT**

For investors of the Shanghai Stock Exchange and the Shenzhen Stock Exchange (including enterprises and individuals) investing in the H Shares of the Company listed on the Hong Kong Stock Exchange (the “**Hong Kong Stock Connect**”), the Company has entered into the Agreement on Distribution of Cash Dividends of H Shares for Hong Kong Stock Connect (《港股通 H 股股票現金紅利派發協議》) with China Securities Depository and Clearing Corporation Limited (中國證券登記結算有限責任公司), pursuant to which, China Securities Depository and Clearing Corporation Limited (中國證券登記結算有限責任公司), as the nominee of the investors of H Shares through Hong Kong Stock Connect, will receive the cash dividends distributed by the Company and distribute the cash dividends to the relevant investors of H Shares through Hong Kong Stock Connect via its depository and clearing system. The cash dividends for the investors of H Shares through Hong Kong Stock Connect will be paid in Renminbi. According to the relevant requirements under the Notice on Tax Policies concerning the Pilot Program of an Interconnection Mechanism for Transactions in the Shanghai and Hong Kong Stock Markets (Cai Shui [2014] No. 81) (《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2014]81號)) and the Notice on the Tax Policies Related to the Pilot Program of the Shenzhen-Hong Kong Stock Connect (Cai Shui [2016] No. 127) (《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127號)), for dividends received by domestic individual investors of H shares listed on the Hong Kong Stock Exchange through the Shanghai-Hong Kong Stock Connect or the Shenzhen-Hong Kong Stock Connect, the company of such H shares shall withhold and pay individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect or the Shenzhen-Hong Kong Stock Connect, the tax payable shall be the same as that for individual investors. The company of such H shares will not withhold and pay the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax by themselves.

The record date of shareholdings and the date of distribution of cash dividends and other timing arrangements for the investors of Hong Kong Stock Connect will be the same as those for the H Shareholders of the Company.

The Company will withhold and pay the relevant income tax on behalf of the Shareholders in strict accordance with the law or the requirements of the relevant government authorities, and in strict accordance with the register of members of the Company's H Shares on the Record Date. The Company shall not be responsible for and will not accept any claim arising from the untimely or inaccurate determination of the identity of the Shareholders and any dispute over the withholding arrangement. The Company shall not be responsible for any claim or any dispute over the withholding mechanism arising from the failure to determine the identity of the Shareholders in a timely manner or by mistake. For H Shareholders other than those under Hong Kong Stock Connect of the Company, the Company has appointed Computershare Hong Kong Trustees Limited as the Receiving Agent ("**Receiving Agent**") for the H Shareholders and the final dividend declared will be paid to the Receiving Agent, who will then pay to the holders of H Shares. Any one of the Directors is authorised to give instructions to the Receiving Agent and to sign the documents to deal with the payment of the final dividend. For holders of the Company's H shares through Hong Kong Stock Connect, the Company will pay the final dividend to the Shareholders through the registration and settlement system of China Securities Depository and Clearing Corporation Limited (中國證券登記結算有限責任公司). For H Shareholders of the Company other than those under Hong Kong Stock Connect, the dividend will be paid by the Receiving Agent on or around Friday, August 16, 2024 and the relevant cheques will be sent to the H Shareholders who are entitled to receive such dividend by ordinary post on the same day. The postal risk shall be borne by the recipient.

Details of the payment of the Final Dividend to A Shareholders and related matters will be announced in due course.

## **CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The ordinary resolution of the AGM in relation to the election of Mr. Lo Kin Wing Terry as an Independent Non-executive Director of the sixth session of the Board of the Company was proposed to the Shareholders for approval and was duly passed.

The term of office of Mr. Lo Kin Wing Terry will commence from June 20, 2024 and expire at the end of the term of the current session of the Board. Pursuant to Articles of Association, Mr. Lo Kin Wing Terry shall be eligible for re-election upon the expiry of his term of office.

Mr. Tse Yung Hoi has proposed to resign as an Independent Non-executive Director of the sixth session of the Board of the Company due to work reasons, effective from June 20, 2024. Mr. Tse Yung Hoi has confirmed that he has no disagreement with the Board, and to the best of his knowledge, there is no matter in relation to his resignation that needs to be brought to the attention of the Shareholders. The Board would like to express its sincere gratitude to Mr. Tse Yung Hoi for his contribution to the development of the Company during his term of office.

For the biographical details of Mr. Lo Kin Wing Terry and other information related to his appointment, please refer to the Appendix to this announcement.

## **ADJUSTMENT TO THE COMPOSITION PLAN OF THE SPECIAL COMMITTEES OF THE BOARD**

The eleventh meeting of the sixth session of the Board of the Company was held on 20 June 2024 and resolved that some of the composition plan of the Special Committees of the Board at the meeting to be adjusted as below:

The Audit Committee (a total of three members): Mr. Wang Bing, Mr. Ding Feng and Mr. Lo Kin Wing Terry, of which Mr. Wang Bing is the chairman of the Audit Committee (convener).

No adjustment shall be made to the composition of the Development Strategy Committee, the Compliance and Risk Management Committee, the Nomination Committee and the Remuneration and Appraisal Committee of the sixth session of the Board of the Company.

## **CHANGE OF NON-EMPLOYEE REPRESENTATIVE SUPERVISOR**

The ordinary resolution of the AGM regarding the election of Mr. Lv Wei as a non-employee representative Supervisor of the sixth session of the Supervisory Committee of the Company was proposed to the Shareholders for approval and was duly passed.

The term of office of Mr. Lv Wei shall commence from 20 June 2024 until the end of the term of the current session of the Supervisory Committee. According to the Articles of Association, Mr. Lv Wei shall be eligible for re-election upon the expiry of his term of office.

Ms. Li Chongqi will no longer serve as a non-employee representative Supervisor of the sixth session of the Supervisory Committee according to requirements of work. Ms. Li Chongqi has confirmed that there is no disagreement between her and the Supervisory Committee and there is no matter that, to the best of her knowledge, needs to be brought to the attention of the Shareholders in relation to her resignation. The Supervisory Committee would like to express its sincere gratitude to Ms. Li Chongqi for her contribution to the development of the Company during her tenure of office.

The biographical details of Mr. Lv Wei and other information related to his appointment are set out in the Circular. As at the date of this announcement, there is no change in the biographical details of Mr. Lv Wei and other information relating to his appointment.

## DEFINITION

In this announcement, the following expressions have the meanings set out below unless the context otherwise requires.

- “Board” the board of directors of the Company
- “Company” a joint stock company incorporated in the People’s Republic of China with limited liability under the corporate name 华泰证券股份有限公司 (Huatai Securities Co., Ltd.), converted from our predecessor 华泰证券有限责任公司 (Huatai Securities Limited Liability Company) on December 7, 2007, carrying on business in Hong Kong as “HTSC”, and was registered as a registered non-Hong Kong company under Part 16 of the Companies Ordinance under the Chinese approved name of “華泰六八八六股份有限公司” and English name of “Huatai Securities Co., Ltd.”; the H Shares of which have been listed on the main board of The Stock Exchange of Hong Kong Limited since June 1, 2015 (Stock Code: 6886); the A Shares of which have been listed on the Shanghai Stock Exchange since February 26, 2010 (Stock Code: 601688); the global depository receipts of which have been listed on the London Stock Exchange plc since June 2019 (Symbol: HTSC), unless the context otherwise requires, including its predecessor

By Order of the Board  
**Zhang Hui**  
*Joint Company Secretary*

Jiangsu, the PRC, June 20, 2024

*As at the date of this announcement, the Board comprises Mr. Zhang Wei, Mr. Zhou Yi and Ms. Yin Lihong as executive Directors; Mr. Ding Feng, Mr. Chen Zhongyang, Mr. Ke Xiang, Mr. Liu Changchun and Mr. Zhang Jinxin as non-executive Directors; and Mr. Wang Jianwen, Mr. Wang Quansheng, Mr. Peng Bing, Mr. Wang Bing and Mr. Lo Kin Wing Terry as Independent Non-executive Directors.*



## APPENDIX

### **Biographical details of the Independent Non-executive Director, Mr. Lo Kin Wing Terry, and information related to his appointment**

Mr. Lo Kin Wing Terry, born in September 1959, received his bachelor's degree from the Faculty of Social Sciences of the University of Hong Kong in 1982 and qualified as a Fellow of Society of Actuaries in 1988. From August 1982 to December 1988, he served as the manager of the actuarial department of American International Assurance Company, Limited; from December 1988 to August 1994, he served as the actuary of East Asia Aetna Insurance Company Limited; from August 1994 to December 1995, he served as the financial controller of HSBC Life Insurance Company Limited (Hong Kong); from December 1995 to February 2006, he served as the CEO of Hang Seng Life Limited; from January 1996 to December 2007, he served as the CEO of HSBC Life Insurance Company Limited (Hong Kong); from December 2007 to June 2009, he served as the person in charge of HSBC Life Insurance Company Limited (China) (in preparation); from June 2009 to November 2012, he served as the CEO of HSBC Life Insurance Company Limited (China); from July 2013 to November 2013, he served as the vice president of BOC Group Life Assurance Company Limited (Hong Kong); from November 2013 to September 2019, he served as the executive president of BOC Group Life Assurance Company Limited (Hong Kong); from October 2013 to March 2020, he served as a consultant to BOC Group Life Assurance Company Limited (Hong Kong). Currently, Mr. Lo Kin Wing Terry serves as a non-executive director of the board of directors of the Insurance Authority (Hong Kong).

With many years of experience in management, Mr. Lo Kin Wing Terry is able to promote the diversity of the Board and will enable the Board to better supervise the implementation of the development strategy of the Company. When determining the nomination of Mr. Lo Kin Wing Terry, the Company considered the diversity of the Board in several aspects, including but not limited to gender, age, cultural and educational background, professional experience, skills and knowledge. The determination is based on the value of the candidate and the contribution he can make to the Board, taking into consideration the benefits from the diversity of the Board according to his objective conditions. The selection of Mr. Lo Kin Wing Terry has been and shall be conducted in accordance with laws, regulations and relevant requirements of securities regulators.

Mr. Lo Kin Wing Terry has confirmed that: (i) he complies with the independence requirement in relation to each of the factors set out in Rules 3.13(1) to (8) of the Listing Rules; (ii) he has no past or present financial or other interests in the business of the Company or its subsidiaries and is not connected with any core connected person (as defined in the Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence as at the date of this announcement.



During his term as an Independent Non-executive Director of the Company, Mr. Lo Kin Wing Terry will receive remuneration from the Company according to the remuneration standards for Independent Non-executive Directors approved at the general meeting of the Company, which will be disclosed by the Company after confirmation. For details, please refer to the annual report released by the Company in due course.

As of the date of this announcement, Mr. Lo Kin Wing Terry has not been subject to any punishment from the CSRC or other relevant authorities or any penalty from stock exchanges in the past three years. Save as disclosed in this announcement, Mr. Lo Kin Wing Terry does not have other relationship with Directors, Supervisors, senior management, substantial Shareholders or controlling Shareholders of the Company; he does not hold any other position in any member of the Group; he does not have any interest in the Shares of the Company within the meaning of Part XV of the SFO; he did not hold any directorship of any other listed companies in the last three years; there is no information required to be disclosed pursuant to Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules; and there are no other matters that need to be brought to the attention of the Shareholders.